

## **EXHIBIT A**

MARIO N. ALIOTO, ESQ. (56433)  
LAUREN C. CAPURRO, ESQ. (241151)  
TRUMP, ALIOTO, TRUMP & PRESCOTT, LLP  
2280 Union Street  
San Francisco, CA 94123  
Telephone: (415) 563-7200  
Facsimile: (415) 346-0679  
[malioto@tatp.com](mailto:malioto@tatp.com)  
[laurenrussell@tatp.com](mailto:laurenrussell@tatp.com)

*Lead Counsel for the Indirect-Purchaser Plaintiffs*

UNITED STATES DISTRICT COURT

**NORTHERN DISTRICT OF CALIFORNIA**

## SAN FRANCISCO DIVISION

IN RE CATHODE RAY TUBE (CRT) ) Master File No. 3:07-cv-5944 SC  
ANTITRUST LITIGATION )  
 ) MDL No. 1917  
 )  
 ) This Document Relates to: ) **INDIRECT PURCHASER PLAINTIFFS'**  
 ) **SECOND PROPOSED FINAL JURY**  
Indirect-Purchaser Class Action ) **INSTRUCTIONS (JAN. 26, 2015)**  
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 )  
 ) The Honorable Samuel Conti  
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Pursuant to the Court's Stipulation and Order Regarding Scheduling (Dkt. 3182), Indirect Purchaser Plaintiffs hereby provide their Second Proposed Final Jury Instructions. Indirect Purchaser Plaintiffs expressly reserve the right to amend, supplement, or otherwise revise these jury instructions as appropriate, including, but not limited to, the parties' stipulations, the Court's rulings on any pending or pretrial motions, a final determination as to the manner in which these cases will be tried, proof at trial, Plaintiff's or Defendants' pursuit or abandonment of their claims or defenses, or as is otherwise reasonable and appropriate.

1           **20. Shareholder Liability**

2           An owner of the stock of a corporation, including a corporation that owns a majority or all of  
3           the stock of another corporation, is not liable for the unlawful actions of the owned corporation,  
4           unless any of the following are true:

- 5           • Both corporations were active participants in the conspiracy; or  
6           • The owner actively influenced the other corporation in its unlawful acts; or  
7           • One corporation is the “alter ego” of the other. A corporation is an alter ego where  
8           there is such unity of interest and ownership that the separate personalities of the  
9           corporation and its owner cease to exist, and to observe the corporate form would  
10           work an injustice.

11           Source:

12           *United States v. Bestfoods*, 524 U.S. 51, 61 (1998); *H.J. Inc. v. Int'l Tel & Tel. Corp.*, 867 F.2d 1531, 1549 (8th Cir. 1989); see also *Drinkwine v. Federated Publ'ns, Inc.*, 78 F.2d 735, 741 (9th Cir. 1985); *United States v. Everett*, 375 F. App'x 748, 751 (9th Cir. 2010) (alter ego test); *Seymour v. Hull & Moreland Eng'g*, 605 F.2d 1105, 1111 (9th Cir. 1979) (same); *Schwarzkopf v. Brimes*, 626 F.3d 1032, 1037 (9th Cir. 2010) (in determining whether alter ego liability applies, a federal court applies the law of the forum state).